

BRETT A. AXELROD, ESQ., NV Bar No. 5849
JEANETTE E. MCPHERSON, ESQ., NV Bar No. 5423
NICHOLAS A. KOFFROTH, ESQ., NV Bar No. 16264
ZACHARY T. WILLIAMS, ESQ., NV Bar No. 16023

FOX ROTHSCHILD LLP

1980 Festival Plaza Drive, Suite 700

Las Vegas, Nevada 89135

Telephone: (702) 262-6899

Facsimile: (702) 597-5503

Email: baxelrod@foxrothschild.com

jmcpherson@foxrothschild.com

nkoffroth@foxrothschild.com

zwilliams@foxrothschild.com

Counsel for Debtor

UNITED STATES BANKRUPTCY COURT

DISTRICT OF NEVADA

In re

CASH CLOUD, INC.,
dba COIN CLOUD

Debtor.

Case No. BK-23-10423-MKN

Chapter 11

**DECLARATION OF DANIEL AYALA IN
SUPPORT OF OPPOSITION TO MOTION
FOR APPROVAL OF ADMINISTRATIVE
CLAIM OF POPULUS FINANCIAL GROUP,
INC.**

Hearing Date: October 19, 2023

Hearing Time: 10:30 a.m.

I, Daniel Ayala, declare as follows:

1. I am the Independent Director of Cash Cloud, Inc., dba Coin Cloud, the debtor and debtor-in-possession (the “Debtor”).

2. Except as otherwise indicated herein, this Declaration is based upon my personal knowledge. I am over the age of 18 and am mentally competent. If called upon to testify, I would testify competently to the facts set forth in this Declaration.¹ I make this Declaration in support of the objection captioned above (“Objection”).

3. The Debtor filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code on February 7, 2023 (the “Petition Date”).

¹ Unless otherwise defined herein, all capitalized terms have the meanings ascribed them in the Objection.

4. The deadline for filing a proof of claim in this case is June 14, 2023. The deadline for filing a proof of claim for a governmental unit is August 7, 2023.

5. On June 14, 2023, the Debtor filed the *Eighth Omnibus Motion for Entry of Order Approving Rejection of Executory Contracts and Unexpired Leases Pursuant to 11 U.S.C. § 365(a)* (the “Eighth Omnibus Motion to Reject”) [ECF 672]. The Eighth Omnibus Motion to Reject listed the agreements between the Debtor and Populus Financial Group, Inc. (which was listed as ACE Cash Express) as agreements to be rejected as of June 14, 2023.

6. On June 29, 2023, Debtor filed an *Emergency Motion For Entry Of An Order Establishing Administrative Claim Bar Date For Filing Proofs Of Administrative Expense Claim And Approving Form, Manner And Sufficiency Of Notice Thereof; Memorandum Of Points And Authorities In Support Thereof* requesting that a deadline of July 20, 2023 be set for the filing of administrative expense claims. [ECF 789].

7. On July 11, 2023, an *Order Establishing Administrative Claim Bar Date For Filing Proofs Of Administrative Expense Claim And Approving Form, Manner And Sufficiency Of Notice Thereof* was entered. [ECF 823].

8. On July 20, 2023, Populus Financial Group, Inc. (“Populus”) filed a *Motion for Approval of Administrative Claim of Populus Financial Group, Inc.* (the “Motion”) [ECF 900] requesting allowance of an administrative claim in the amount of \$90,838.97 for rents not paid to it for the period of May through July 2023.

9. Populus did not set a hearing on its Motion.

10. On July 26, 2023, an *Order Granting Eighth Omnibus Motion for Entry of Order Approving Rejection of Executory Contracts and Unexpired Leases Pursuant to 11 U.S.C. § 365(a) And Setting Rejection Damages Claim Deadline* was entered (“Order Granting Eighth Omnibus Motion To Reject”) [ECF 938]. The Eighth Omnibus Motion Order provides, in significant part, that the Debtor’s rejection of the Contracts and/or Leases listed therein was effective as of the date of the filing of the motion, or June 14, 2023.

11. Populus claims that it is owed the total amount of \$90,838.97 for the months of May through July 2023. The Debtor agrees that Populus is entitled to an administrative claim, but only

1 for the period of May 1, 2023 through and including June 13, 2023 in the amount of \$49,813.40.
2 The agreements with Populus were rejected pursuant to the Order Granting Eighth Omnibus Motion
3 To Reject, with such rejection being effective as of June 14, 2023. As such, any claim after June
4 14, 2023 must be disallowed.

5 I declare, under penalty of perjury of the laws of the United States of America, that the
6 foregoing statements are true and correct to the best of information, knowledge and belief.

7 Executed this 20th day of September, 2023 in Las Vegas, Nevada.

8 /s/ Daniel Ayala

9 DANIEL AYALA